

RESOLUTION

WHEREAS, the Council of the City of Memphis approved Rehab Existing Sewers, project number SW02001 as part of the Public Works Fiscal Year 2009 Capital Improvement Budget; and

WHEREAS, bids were taken on February 6, 2009 for the South Plant Expansion Project with the best complying bid of two bids being \$3,781,00.00 submitted by W.L. Hailey & Company, Inc; and

WHEREAS, it is necessary to transfer an allocation of \$4,159,100.00 funded by Sewer Revenue Bonds from Rehab Existing Sewers, project number SW02001 to South Plant Expansion Project, project number SW02033 to replace the cover at the South Plant Lagoon; and

WHEREAS, it is necessary to appropriate \$4,159,100.00 funded by Sewer Revenue Bonds in South Plant Expansion Project, project number SW02033 to replace the cover at the South Plant Lagoon as follows:

Contract Amount	\$3,781,000.00
Project Contingencies	<u>\$ 378,100.00</u>
Total	\$4,159,100.00.

NOW, THEREFORE BE IT RESOLVED, by the Council of the City of Memphis that the Fiscal Year 2009 Capital Improvement Budget be and is hereby amended by transferring an allocation of \$4,159,100.00 funded by Sewer Revenue Bonds from Rehab Existing Sewers, project number SW02001 to the South Plant Expansion Project, project number SW02033 to replace the cover at the South Plant Lagoon.

BE IT FURTHER RESOLVED, that there be and is hereby appropriated the sum of \$4,159,100 funded by Sewer Revenue Bonds chargeable to the Fiscal Year 2009 Capital Improvement Budget and credited as follows:

Project Title: South Plant Expansion
Project Number: SW02033
Amount: \$4,159,100.00

RESOLUTION

WHEREAS, the City of Memphis Division of Fire Services has received grant funds in the amount of One Million One Hundred Eight Thousand Four Hundred (\$1,108,400.00) from the Department of Homeland Security's FY2008 Assistance to Firefighters Grant Program; and

WHEREAS, these grant funds represent 80% in federal share to be utilized for Fire health and wellness; and

WHEREAS, it is necessary to accept the grant funding and amend the Fiscal Year 2009 Operating Budget to establish funds for the Health and Wellness Program; and

WHEREAS, it is necessary to appropriate the grant funds in the amount of One Million One Hundred Eight Thousand Four Hundred (\$1,108,400.00) for the Health and Wellness Program.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Health and Wellness Grant funds in the amount of One Million One Hundred Eight Thousand Four Hundred (\$1,108,400.00) be accepted by the City of Memphis.

BE IT FURTHER RESOLVED, that the Fiscal Year 2009 Operating budget be and is hereby amended by appropriating the Expenditures and Revenues for the Health and Wellness Grant in the amount of One Million One Hundred Eight Thousand Four Hundred (\$1,108,400.00) as follows:

Revenue

Homeland Security Grant	\$1,108,400.00
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Expenses

Equipment	\$ 428,100.00
Supplies	\$ 8,800.00
Contractual	\$ 671,500.00

RESOLUTION

WHEREAS, the City of Memphis Division of Police Services has been awarded grant funds in the amount of Seven Hundred Thirty Thousand, Eight Hundred Fifty-Seven Dollars (\$730,857.00) from the University of Memphis for the FY 2008 Byrne Congressionally Mandated - Office of Safe Community (OSC): Law Enforcement Initiatives; and

WHEREAS, these funds will be used to support the Memphis Police Department in providing law enforcement collaboration for the Operation Safe Community (OSC): Coordinated Law Enforcement Initiatives; and

WHEREAS, it is necessary to accept the grant funding and amend the Fiscal Year 2009 Operating Budget to establish funds for the FY 2008 Byrne Congressionally Mandated - Operation Safe Community (OSC): Coordinated Law Enforcement Initiatives; and

WHEREAS, it is necessary to appropriate the FY 2009 grant funds in the amount of Seven Hundred Thirty Thousand, Eight Hundred Fifty-Seven Dollars (\$730,857.00) for the FY 2008 Byrne Congressionally Mandated - Operation Safe Community (OSC): Coordinated Law Enforcement Initiatives.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the FY 2008 Byrne Congressionally Mandated - Operation Safe Community (OSC): Coordinated Law Enforcement Initiatives funds in the amount of Seven Hundred Thirty Thousand, Eight Hundred Fifty-Seven Dollars (\$730,857.00) be accepted by the City of Memphis.

BE IT FURTHER RESOLVED, that the Fiscal Year 2009 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the FY 2008 Byrne Congressionally Mandated - Operation Safe Community (OSC): Coordinated Law Enforcement Initiatives in the amount of Seven Hundred Thirty Thousand, Eight Hundred Fifty-Seven Dollars (\$730,857.00) as follows:

REVENUES

University of Memphis – Bureau of Justice Assistance	<u>\$730,857.00</u>
Total	\$730,857.00

EXPENDITURES

Travel/Training	\$ 17,070.00
Equipment	\$ 517,249.00
Payment to sub-grantees	<u>\$ 196,538.00</u>
Total	\$730,857.00

RESOLUTION

WHEREAS, the Memphis Police Division receives State monies for In-Service Training for Commissioned Officers; and

WHEREAS, the 1,914 Memphis Police Commissioned Officers have successfully completed their In-Service Training at a unit price per Officer of \$600.00 for a total of \$1,148,400.00; and

WHEREAS, it is necessary for the Memphis Police Division to accept State monies for In-Service Training for Commissioned Officers; and

WHEREAS, it is necessary to appropriate Special Revenue funding of \$1,148,400.00 in the Fiscal Year 2009 Operating Budget for the Police In-Service Training.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Special Revenue for the Police In-Service Training be accepted and appropriated in the Fiscal Year 2009 Operating Budget and that such funds be appropriated as follows:

Fiscal Year 2009 Special Revenue Police In-Service Training

Revenues:

In-Service State Grant	<u>\$1,148,400.00</u>
Total Special Revenues	\$1,148,400.00

Expenditures:

Personnel	<u>\$1,148,400.00</u>
Total Expenditures	\$1,148,400.00

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section 21-134.5, an ordinance establishing a penalty for possessing an open container of an alcoholic beverage or beer while either operating a motor vehicle or as a passenger within an operating motor vehicle. This ordinance will make such possession a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-10-416. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO ESTABLISH AN OPEN CONTAINER LAW

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-10-416, which prohibits a driver from consuming any alcoholic beverage or beer or possess an open container of alcoholic beverage or beer while operating a motor vehicle in this state; and

WHEREAS, Tennessee Code Annotated 55-10-416 (c) authorizes a municipality, by ordinance, to prohibit the passengers in a motor vehicle from consuming or possessing an alcoholic beverage or beer in an open container during the operation of the vehicle by its driver and impose penalties for violation of the ordinance; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

WHEREAS, Tennessee Code Annotated 55-10-416 (b)(1) provides that violation of the Tennessee Code Annotated 55-10-416 is a Class C misdemeanor, punishable by fine only.

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new section 21-134.5 to read as follows:

Sec. 21-134.5. **Open container law.**

(a) (1) No driver or passenger shall consume any alcoholic beverage or beer or possess an open container of alcoholic beverage or beer while either operating a motor vehicle or while a passenger within a motor vehicle within the boundaries of the city of Memphis.

(2) For purposes of this section:

(A) "Open container" means any container containing an alcoholic beverage, the contents of which are immediately capable of being consumed or the seal of which has been broken;

(B) An open container is in the possession of the driver when it is (i) not in the possession of any passenger or (ii) and is not located in a closed glove compartment, trunk or other non-passenger area of the vehicle, and

(C) A motor vehicle is in operation if its engine is operating, whether or not the motor vehicle is moving.

(b) (1) A violation of this section is a Class C misdemeanor, punishable by a fine of \$50.00.

(2) For a violation of this section, a law enforcement officer shall issue a citation in lieu of continued custody, unless the offender refuses to sign and accept the citation, as provided in T.C.A. § 40-7-118.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section 21-134.1, an ordinance establishing a penalty for operating off-highway motor vehicles on highways. This ordinance will make the operation of such vehicles on highways a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-8-185. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO PROHIBIT THE USE OF OFF-HIGHWAY MOTOR
VEHICLES ON HIGHWAY

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-8-185, which prohibits the use of off-highway motor vehicles on highways within the State of Tennessee; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-8-185 (d) provides that violation of the Tennessee Code Annotated 55-8-185 is a Class C misdemeanor, punishable by fine only; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new section 21-134.1 to read as follows:

Sec. 21-134.1. **Use of off-highway motor vehicles on highways.**

(a) Off-highway motor vehicles such as motorcycle dirt bike, dune buggy or similar all terrain vehicles may be operated or driven upon a highway but only as follows:

(1) On a two-lane highway, only to cross such highway at an angle of approximately ninety degrees (90 degrees) to the direction of the roadway and at a place where a quick and safe crossing may be made;

(2) With respect to the crossing of a highway having more than two (2) lanes, or a highway having limited access, such off-highway motor vehicles may cross such highways, but only at a place designated by the department of transportation or local government authorities with respect to highways under their respective jurisdictions as a place where such motor vehicles, or specified types of such motor vehicles, may cross the highways, and such vehicles shall cross such highways only at such designated places and only in a quick and safe manner; and

(3) The City of Memphis with respect to highways under its respective jurisdiction may designate, by the erection of appropriate signs of a type approved by the appropriate division, places where such motor vehicles, or specified types of such motor vehicles, may cross any highway having more than two (2) lanes or having limited access.

(b) Such vehicles may be moved, by non-mechanical means only, adjacent to a roadway, in such a manner so as to not interfere with traffic upon the highway, only for the purpose of gaining access to, or returning from, areas designed for the operation of off-highway vehicles, when no other route is available. The City of Memphis may designate access routes leading to off-highway parks as suitable for the operation of off-highway vehicles, if such access routes are available to the general public only for pedestrian and off-highway motor vehicle travel.

(c) (1) Notwithstanding any law to the contrary, three- or four-wheel all-terrain vehicles may not be operated on City of Memphis highways or streets.

(d) A violation of this section is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section. 21-134.6, establishing a penalty for authorizing an unlicensed driver to operate a vehicle. This ordinance will make the owner or a passenger in the vehicle, liable when they permit an unlicensed driver to operate a vehicle upon a highway in any manner contrary to law. Such violation is a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-10-202. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO ESTABLISH A PENALTY FOR OFFENSES BY PERSONS
OWNING OR CONTROLLING VEHICLES

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-10-202, which establishes an offense for persons owning or controlling vehicles; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-10-202 (b) provides that violation of the Tennessee Code Annotated 55-10-202 is a Class C misdemeanor; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new Section 21-134.6 to read as follows:

Sec. 21-134.6. **Offenses by persons owning or controlling vehicles.**

(a) It is unlawful for the owner, or any other person, employing or otherwise directing the driver of any vehicle to require or knowingly to permit the operation of the vehicle upon a highway in any manner contrary to law.

(b) A violation of this section is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article I of the City of Memphis Code of Ordinances to create Section 21-23.3, an ordinance which prohibits the transporting of children in the bed of a truck. This ordinance will make transporting children in truck beds a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-8-189. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE I OF THE CODE OF
ORDINANCES SO AS TO ESTABLISH A PENALTY FOR TRANSPORTING
MINORS IN THE BED OF TRUCKS

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-8-189 which prohibits a person from transporting a child between six (6) years of age and under twelve (12) years of age in the bed of a truck with a manufacturer's ton rating not exceeding three-quarter (3/4) ton and having a pickup body style; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-8-189 (e) provides that violation of the Tennessee Code Annotated 55-8-189 is a Class C misdemeanor; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article I is hereby amended to create a new Section 21-23.3 to read as follows:

Sec. 21-23.3. **Transportation of children in truck beds.**

(a) No person shall transport a child under twelve (12) years of age in the bed of a truck with a manufacturer's ton rating not exceeding three-quarter (3/4) tons and having a pickup body style on city roads or state highways.

(b) This section does not apply to (i) when a person transporting such child in the bed of such vehicle when such vehicle is being used as part of an organized parade, procession, or other ceremonial event, and when such vehicle is not exceeding the speed of twenty miles per hour (20 mph) or (ii) when a child is being transported is involved in agricultural activities.

(c) A violation of this section (a) is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 28, Article VI of the City of Memphis Code of Ordinances to create Section 28-141, an ordinance which establishes a penalty for non-emergency 911 calls. This ordinance will make non-emergency calls placed to 911 a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 7-86-316. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 28, ARTICLE VI OF THE CODE
OF ORDINANCES SO AS TO ESTABLISH A PENALTY FOR
NON-EMERGENCY 911 CALLS

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 7-86-316, which establishes a penalty for non-emergency 911 calls; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 7-86-316 (a) provides that violation of the Tennessee Code Annotated 7-86-316 is a Class C misdemeanor, punishable by fine only; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new ordinances governing 911 calls.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 28, Article VI is hereby amended to create a new Section 28-141 to read as follows:

Sec. 28-141. **911 calls in non-emergency situations prohibited -- Penalty.**

(a) A 911 call for a communication that is for some purpose other than to report an emergency or an event that the person placing the call reasonably believes to be an emergency is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section 21-134.4, an ordinance prohibiting school bus drivers from using mobile phones while transporting children, unless such use is necessitated by a bona fide emergency. This ordinance will make such violation a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-8-192. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO PROHIBIT SCHOOL BUS DRIVERS FROM USING
MOBILE TELEPHONES WHILE TRANSPORTING CHILDREN

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-8-192 which prohibits the driver of a school bus on any highway from using a hand held mobile telephone while such vehicle is in motion and such vehicle is transporting children; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-8-192 (c) provides that violation of Tennessee Code Annotated 55-8-192 is a Class C misdemeanor; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new Section 21-134.4 to read as follows:

Sec. 21-134.4. **School buses; hand held mobile telephones.**

(a) No driver shall operate a school bus on any city roads or state highways while using a hand held mobile telephone while such vehicle is in motion and such vehicle is transporting children.

(b) This does not apply to mobile telephones or two-way radio communications made to and from a central dispatch, school transportation department or its equivalent.

(c) For the purposes of this section, unless the context otherwise requires, "mobile telephone" means a cellular, analog, wireless or digital telephone.

(d) For the purposes of this section, "school bus" means every motor vehicle owned by a public or governmental agency and operated for the transportation of children to or from school or privately owned and operated for compensation for the transportation of children to or from school.

(e) A violation of this section is a Class C misdemeanor, subject to a 50.00 fine.

(f) It is an affirmative defense to prosecution under this section, which must be proven by a preponderance of the evidence, that the driver's use of a mobile telephone was necessitated by a bona fide emergency.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section 21-134.3, an ordinance to require motor vehicle operators to give three feet clearance when passing bicycles on city streets. This ordinance will make such violation a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-10-416. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO REQUIRE MOTOR VEHICLES TO GIVE THREE FEET
CLEARANCE WHEN PASSING BICYCLES

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-8-175(c)(2) which sets forth guidelines for motor vehicles overtaking and passing a bicycle on roadways; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-8-175 (d) provides that violation of the Tennessee Code Annotated 55-8-175 is a Class C misdemeanor; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new Section 21-134.3 to read as follows:

Sec. 21-134.3. **Overtaking and passing bicycles.**

(a) The operator of a motor vehicle, when overtaking and passing a bicycle proceeding in the same direction on the roadway, shall leave a safe distance between the motor vehicle and the bicycle of not less than three feet (3') and shall maintain the clearance until safely past the overtaken bicycle.

(b) A violation of this section is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

SUMMARY SHEET

I. DESCRIPTION OF ITEM

Adoption of this ordinance will amend Chapter 21, Article III of the City of Memphis Code of Ordinances to create Section 21-134.2, an ordinance establishing a penalty for operating low speed vehicles on city streets. This ordinance will make the operation of low speed vehicles on city streets a Class C misdemeanor, subject to a 50.00 fine. Once approved, the final version will be provided to the publisher for the purpose of amending the Code.

II. SOURCE AND AMOUNT OF FUNDING

Not applicable.

III. CONTRACT ITEMS

Not applicable.

IV. ADDITIONAL INFORMATION RELEVANT TO APPROVAL OF THIS ITEM

This proposed ordinance is an adoption of Tennessee Code Annotated 55-8-191. Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00).

AN ORDINANCE TO AMEND, CHAPTER 21, ARTICLE III OF THE CODE OF
ORDINANCES SO AS TO ESTABLISH A PENALTY FOR OPERATING LOW
SPEED VEHICLES ON CITY STREETS

WHEREAS, The State of Tennessee currently has in effect Tennessee Code Annotated 55-8-191 which gives authority to a municipality to prohibit the operation of low speed vehicles on any road under its jurisdiction if the governing body of the municipality determines that such prohibition is necessary in the interest of safety; and

WHEREAS, Tennessee Code Annotated 16-18-302 (a)(1-2) recognizes and authorizes a municipal court to possess jurisdiction to enforce any municipal law or ordinance that mirrors, substantially duplicates or incorporates by cross-reference the language of a state criminal statute, if and only if the state criminal statute mirrored, duplicated or cross-referenced is a Class C misdemeanor and the maximum penalty prescribed by municipal law or ordinance is a civil fine not in excess of fifty dollars (\$50.00); and

WHEREAS, Tennessee Code Annotated 55-10-301(a) provides that violation of the Tennessee Code Annotated 55-8-191 is a Class C misdemeanor; and

WHEREAS, the City Council of the City of Memphis intends to exercise its authority to enact new traffic ordinances.

SECTION 1. NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 21, Article III is hereby amended to create a new Section 21-134.2 to read as follows:

Sec. 21-134.2. **Low speed vehicles; prohibited.**

(a) All low speed vehicles are prohibited from being operated on streets.

(b) "Low Speed" vehicle means any four-wheeled electric vehicle, excluding golf carts, whose top speed is greater than twenty miles per hour (20 mph) but not greater than twenty-five miles per hour (25 mph).

(c) A violation of this section is a Class C misdemeanor, subject to a 50.00 fine.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any of these sections, provisions, sentences, clauses, phrases, or parts are held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 3. BE IT FURTHER ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

AN ORDINANCE TO AMEND CHAPTER 21, ARTICLE II OF THE CODE OF ORDINANCES, CITY OF MEMPHIS, SO AS TO COMPLY WITH STATE FINANCIAL RESPONSIBILITY LAW AND EVIDENCE OF COMPLIANCE.

WHEREAS, from time to time it becomes necessary to update, or clarify portions of the City of Memphis Code to be in unison with the State of Tennessee; and

WHEREAS, to this end, the Administration hereby submits the following amendment for the best interest of the City of Memphis.

NOW, THEREFORE,

SECTION 1. BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, That Chapter 21, Article II, Subsection 21-55 (e) of the Code of Ordinances, City of Memphis, be deleted and amended, to read as follows:

Section 21-55. Compliance with financial responsibility law required; evidence of Requirement.

(e) On or before the court date, the person so charged may submit evidence of financial responsibility at the time of the violation. If it is the person's first violation of this section and the court is satisfied that the financial responsibility was in effect at the time of the violation, the charge of failure to provide evidence of financial responsibility shall be dismissed. Upon the person's second or subsequent violation of this section, if the court is satisfied that the financial responsibility was in effect at the time of the violation, the charge of failure to provide evidence of financial responsibility may be dismissed. Any charge that is dismissed pursuant to this subsection (e) shall be dismissed without costs to the defendant and no litigation tax shall be due or collected, notwithstanding any law to the contrary.

SECTION 2. BE IT FURTHER ORDAINED, that the provisions of this ordinance are hereby declared severable, that if any of the provisions shall be unconstitutional or invalid the remainder shall continue in force and effect, it being the Council's intent now hereby declared that this Ordinance would have been adopted even if such unconstitutional or invalid matter had not been included therein.

SECTION 3. BE IT FURTHER ORDAINED, That this ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of the Mayor in writing by the comptroller and become effective as otherwise provided by law.

Myron Lowery
Council Chairman

Attest:
Patrice Thomas, Comptroller

ORDINANCE NO. _____

**ORDINANCE TO AMEND CHAPTER 25, CODE OF ORDINANCES, CITY OF
MEMPHIS, TO REVISE THE DEFINITION OF CERTAIN TERMS INCLUDED
THEREIN, ADJUST RETURN MULTIPLES AND AMEND SECTION 25-56**

WHEREAS, Chapter 25, Article I, Section 25-1 of the existing City Code of Ordinances sets forth the definitions of various terms and includes an actuarial table utilized for the purpose of calculating retirement benefits; and

WHEREAS, Section 25-6 currently specifies the process by which retired employees may continue to receive insurance benefits through the City following retirement; and

WHEREAS, it is deemed appropriate and in the best interest of the City of Memphis that Section 25-1 and Section 25-6 be amended.

NOW THEREFORE,

SECTION 1. BE IT ORDAINED BY THE COUNCIL OF THE CITY OF MEMPHIS, that Chapter 25, Article I, Section 25-1, subsection (1)(b) is hereby amended by revising the table included therein to read as follows:

Years of Service	Return Multiple
Less than 5	1.0
5	1.5
6	1.7
7	1.9
8	2.1
9	2.3
10	2.5
11	2.6
12	2.7
13	2.8
14	2.9
15	3.0
16	3.2
17	3.4
18	3.6
19	3.8
20	4.0

SECTION 2. BE IT FURTHER ORDAINED, that Chapter 25, Article I, Section 25-1 is hereby further amended by revising the following subsections to read as follows:

(6) *Child:*

(a) *Child:* As of any date, the legitimate, legally adopted, or legally recognized son or daughter of a participant who:

1. Has not reached age eighteen (18) and has a legal guardian; or
2. Is disabled as defined in subsection (b) herein; or
3. For purposes of insurance coverage only satisfies each of the following conditions:
 - has reached age eighteen (18), but not age twenty-five (25)
 - is unmarried
 - is not employed on a full-time basis
 - is in full-time attendance as a student at an educational institution

A student is considered full-time if enrolled in a non-correspondence course and carrying a subject load that is considered full-time for day students under the institution's standards and practices. In case of high schools and vocational schools (including technical, trade, business and similar schools), a student is considered to be in full-time attendance if the school considers him or her a full-time student under its standards and practices.

Certification by the educational institution of full-time attendance is required to satisfy the definition under this subsection (6)(a)(3). For purposes of this subsection (6), "educational institution" is defined as all public schools, colleges and universities, all accredited private schools, colleges and universities, and any non-accredited school, college or university if its credits are acceptable in an institution that is state approved and/or accredited by one of the six regional accrediting organizations recognized by the U.S. Department of Education.

(b) *Disabled child:* Any child who has reached age eighteen (18), is unmarried and is severely disabled, but who is not in the custodial care of a governmental institution. A child shall be considered severely disabled if he or she is unable to engage in any substantial, gainful activity by reason of any medically determinable physical or mental impairment where such impairment results from anatomical, physiological or psychological abnormalities which are demonstrable by medically acceptable clinical and laboratory diagnostic techniques presented in an acceptable and satisfactory manner to the board, both for initial determination and ongoing confirmation of status as a disabled child.

- (40) *Spouse*: A lawful spouse of a participant, active or retired, as determined by a legally recognized certificate of marriage. Common-law marriage shall not be recognized as valid regardless of the fact that such marriage may be considered lawful in a state or jurisdiction where the couple lives or formerly lived.

SECTION 3. BE IT FURTHER ORDAINED, that Section 25-56 is hereby amended to read as follows:

Any participant in the city service who retires may, on request, continue his or her group life and hospitalization insurance by paying to the City the current premium on a monthly or bi-weekly basis which shall be adjusted periodically upon notice to the participant.

SECTION 4. BE IT FURTHER ORDAINED, that the provisions of this Ordinance are hereby severable. If any section, provision, sentence, clause, phrase, or part is held unconstitutional or void, the remainder of this Ordinance shall continue in full force and effect.

SECTION 5. BE IT FURTHER ORDAINED, that this Ordinance shall take effect from and after the date it shall have been passed by the Council, signed by the Chairman of the Council, certified and delivered to the Office of Mayor in writing by the Comptroller and become effective as otherwise provided by law.

MYRON LOWERY
Council Chairman

RESOLUTION

WHEREAS, the Council of the City of Memphis did include Raleigh-Bartlett Meadows Park Improvements – CIP Number PK04005 as part of the Fiscal Year 2009 Capital Improvement Program; and

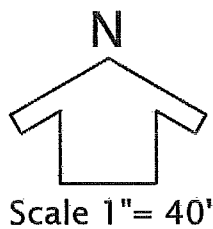
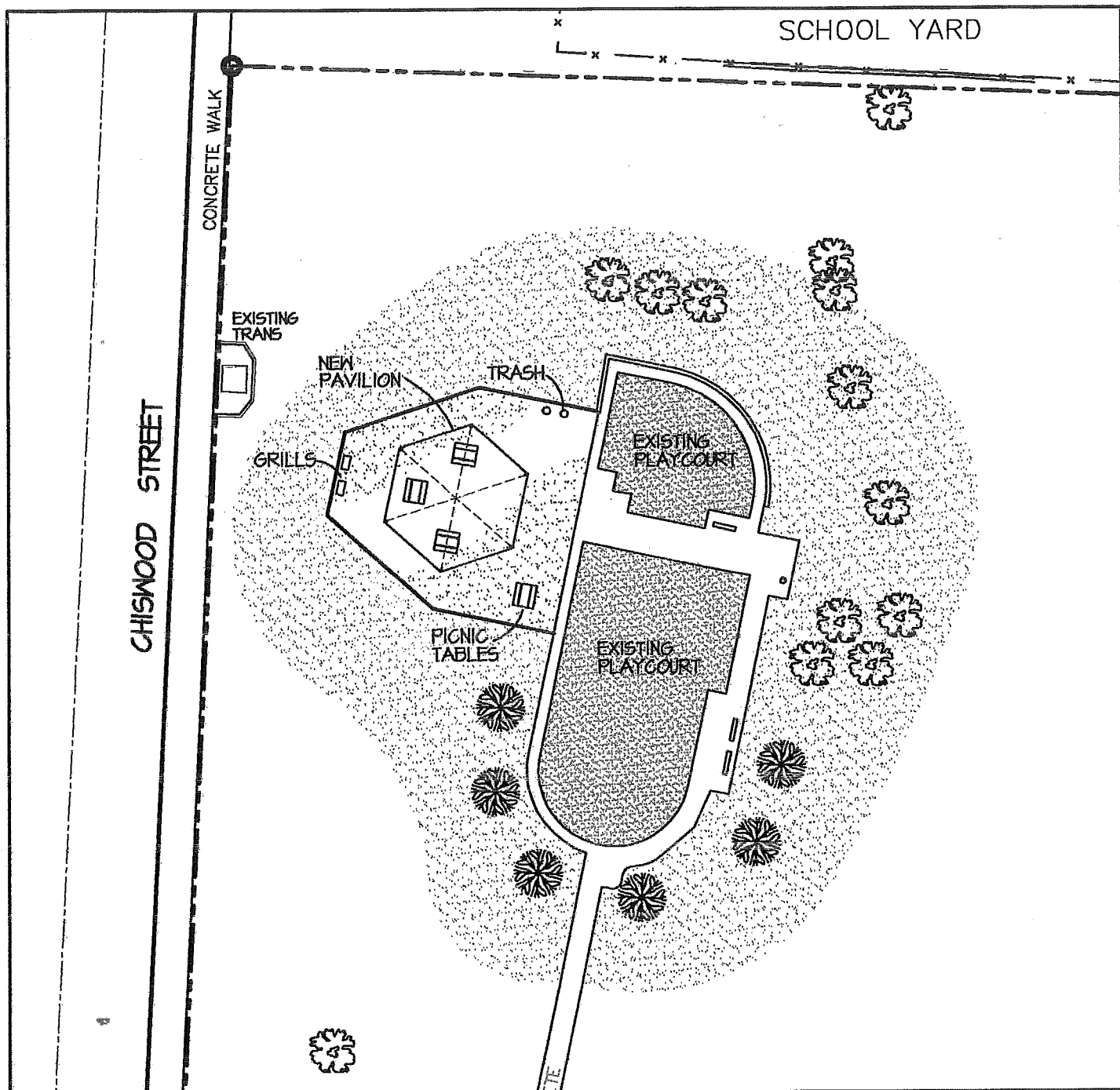
WHEREAS, the Administration proposed to construct Raleigh-Bartlett Meadows Park Improvements at an estimated construction cost of \$150,000.00; and

WHEREAS, the Administration is required to present a schematic design to the appropriate Council Committee and obtain Council approval prior to the continuation of the project.

NOW, THEREFORE, BE IT RESOLVED, by the Council of the City of Memphis that Raleigh Bartlett Meadows Park Improvements, CIP Number PK04005, is hereby approved for completion of plans and specifications at an estimated construction Cost of \$150,000.

Project Title: Raleigh Bartlett Meadows Park Improvements

Project Number: PK04005



City of Memphis
Division of Park Services

PROPOSED PAVILION

RALEIGH-BARTLETT
MEADOWS PARK

RESOLUTION

WHEREAS, the Council of the City of Memphis did include
Confederate Park – Law School Public Access CIP Number GA01006 as part of
the Fiscal Year 2009 Capitol Improvement Program; and

WHEREAS, it is necessary to appropriate \$750,000.00 in Construction
funds, funded by GO Bonds General.

NOW, THEREFORE BE IT RESOLVED by the Council of the City of
Memphis, that there be and is hereby appropriated \$750,000.00 in Construction
funds, funded by G.O. Bonds General, of the Capitol Improvement Program, with
said appropriation being credited as follows:

Confederate Park – Law School Public Access \$750,000.00

CIP Project Number: GA01006 G.O. Bonds

CITY COUNCIL RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners has recommended to the Council of the City of Memphis the sale of a portion of Division-owned property to the State of Tennessee; said portion of property is shown on the attached sketch and being more particularly described as follows:

Property conveyed to City of Memphis, for the use and benefit of Memphis Light, Gas and Water Division by deed of record as described in the Register's Official Record Book under Instrument Number 05099492 as recorded in the Register's Office of Shelby County, Tennessee:

Beginning at a right-of-way marker / point of intersect of the present and proposed west right-of-way lines of Donnell Rd. 29.77 feet right of Donnell Rd. proposed centerline station 15+30.00, thence along the proposed west right-of-way line of Donnell Rd. as follows: N 31° 54' 43" W 27.17 feet to a right-of-way marker 47.00 feet right of Donnell Rd. proposed centerline station 15+09.00, thence N 06° 49' 42" E 240.69 feet to a right-of-way marker 50.00 feet right of Donnell Rd. proposed centerline station 12+70.00, thence N 16° 35' 12" E 151.77 feet to a right-of-way marker / point of intersect with the present west right-of-way line of Donnell Rd. 49.45 feet right of Donnell Rd. proposed centerline station 11+30.00, thence along said present right-of-way line of Donnell Rd. S 08° 02' 35" W 411.54 feet to the point of beginning, containing 0.153 acres more or less, and being shown on the attached sketch.

SELLER grants a temporary construction easement over, under, across and upon the tract of land conveyed to the City of Memphis, for the use and benefit of Memphis Light, Gas and Water Division as recorded under Instrument Number 05099492 in the Register's Office of Shelby County Tennessee, said temporary construction easement is described as follows:

Being outside and adjacent to the present southeast right-of-way line of S.R.14 (Austin Peay Hwy.), this construction easement begins at a point on said present southeast right-of-way line 124.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+08.00, thence along said present right-of-way line N 41° 24' 55" E 30.00 feet to a point 124.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+38.00, thence [leaving the present southeast right-of-way line of S.R.14 (Austin Peay Hwy.)] extending along the boundary lines of the construction easement as follows: S 48° 35' 05" E 12.00 feet to a point 136.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+38.00, thence S 41° 24' 55" W 30.00 feet to a point 136.00 feet right of S.R.14 (Austin

Peay Hwy.) centerline station 447+08.00, thence N 48° 35' 05" W 12.00 feet to the point of beginning, contains 360 square feet more or less, and being shown on the attached sketch.

SELLER grants an easement for the construction of a slope easement outside the proposed right-of-way line. The title to the above described land remains vested in the grantor and is to be used by the State of Tennessee, its contractors or assigns for a period of three (3) years from and after the commencement of construction

for and in consideration of \$1,450.00.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF MEMPHIS that the President of the Memphis Light, Gas and Water Division or his designated representative be and is authorized to execute the appropriate contract of sale for the sale of real property described in the above preamble to the State of Tennessee, for and in consideration of \$1,450.00.

Proposed Substation #92

Proposed realignment of Donnell Road

TRACT NO. (23)
LEGGETT FAMILY
PARTNERSHIP, LP

0 DONNELL RD.
CURVE DC36
PI 10+94.01
N 388.459.3299
E 838.934.3222
A 40° 51' 44" (LT)
D 10' 00' 00"
R 572.96
L 408.62
T 213.44
SE 0.040 FT/FT
DESIGN SPEED 40 MPH
TRANS. LENGTH 130

TRIBUTARY TO
CROOKED CREEK

DONNELL RD. (ASP)

000000 N 388000

005628 3
W 388250

226

7 38850

E X C E R P T
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
March 5, 2009

WHEREAS, the City of Memphis, for the use and benefit of Memphis, Light, Gas and Water Division, is the owner of a tract of land acquired for use by the Electric Division, said tract of land being located on the southwest corner of Millington-Arlington Road and Donnell Road; and,

WHEREAS, the Memphis, Light, Gas and Water Division has been offered by the State of Tennessee the sum of \$1,450.00 for the purchase of a portion of a tract of land owned by Memphis Light, Gas and Water Division; and,

WHEREAS, the approved policy for sale of Division-owned land permits the Board of Light, Gas, and Water Commissioners to recommend to the Council of the City of Memphis a negotiated sale of land where in its opinion the land is situated such that a general interest in the purchase of the property could not conceivably be generated by the ad and bid procedure; and,

WHEREAS, the subject property falls into this category and is described as follows:

Property conveyed to City of Memphis, for the use and benefit of Memphis Light, Gas and Water Division by deed of record as described in the Register's Official Record Book under Instrument Number 05099492 as recorded in the Register's Office of Shelby County, Tennessee:

Beginning at a right-of-way marker / point of intersect of the present and proposed west right-of-way lines of Donnell Rd. 29.77 feet right of Donnell Rd. proposed centerline station 15+30.00, thence along the proposed west right-of-way line of Donnell Rd. as follows: N 31° 54' 43" W 27.17 feet to a right-of-way marker 47.00 feet right of Donnell Rd. proposed centerline station 15+09.00, thence N 06° 49' 42" E 240.69 feet to a right-of-way marker 50.00 feet right of Donnell Rd. proposed centerline station 12+70.00, thence N 16° 35' 12" E 151.77 feet to a right-of-way marker / point of intersect with the present west right-of-way line of Donnell Rd. 49.45 feet right of Donnell Rd. proposed centerline station 11+30.00, thence along said present right-of-way line of Donnell Rd. S 08° 02' 35" W 411.54 feet to the point of beginning, containing 0.153 acres more or less, and being shown on the attached sketch.

SELLER grants a temporary construction easement over, under, across and upon the tract of land conveyed to the City of Memphis, for the use and benefit of Memphis Light, Gas and Water Division as recorded under Instrument Number 05099492 in the Register's Office of Shelby County Tennessee, said temporary construction easement is described as follows:

Being outside and adjacent to the present southeast right-of-way line of S.R.14 (Austin Peay Hwy.), this construction easement begins at a point on said present southeast right-of-way line 124.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+08.00, thence along said present right-of-way line N 41° 24' 55" E 30.00 feet to a point 124.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+38.00, thence [leaving the present southeast right-of-way line of S.R.14 (Austin Peay Hwy.)] extending along the boundary lines of the construction easement as follows: S 48° 35' 05" E 12.00 feet to a point 136.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+38.00, thence S 41° 24' 55" W 30.00 feet to a point 136.00 feet right of S.R.14 (Austin Peay Hwy.) centerline station 447+08.00, thence N 48° 35' 05" W 12.00 feet to the point of beginning, contains 360 square feet more or less, and being shown on the attached sketch.

SELLER grants an easement for the construction of a slope easement outside the proposed right-of-way line. The title to the above described land remains vested in the grantor and is to be used by the State of Tennessee, its contractors or assigns for a period of three (3) years from and after the commencement of construction.


Property is located on the southwest corner of Millington-Arlington Road and Donnell Road.

It was moved by Vice Chairman Cobbins, seconded by Commissioner Masson and unanimously carried:

THAT, the Board of Light, Gas and Water Commissioners recommends to the Council of the City of Memphis, the sale of property described in the above preamble to the State of Tennessee, for and in consideration of \$1,450.00; and further,

THAT, the President or his designated representative of the Division is hereby authorized to execute the sale of said property.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular special meeting held on 5th day of March, 2009, at which a quorum was present.


Secretary-Treasurer

**20.562 Acres
MLGW
Proposed Substat
#92**

**Portion of MLGW property
being conveyed to
The State of Tennessee
for road improvement
of Donnell Road
containing 0.153 acres**

TRAC
LEGGET
PARTNER

TRACT NO. 23
LEGGETT FAMIL
PARTNERSHIP, L

STA. 36
STA. 1+
N 38920
E 83951.

Proposed realignment of Donnell Road

TRACT NO. (23)
LEGGETT FAMILY
PARTNERSHIP, LP

TRIBUTARY TO
CROOKED CREEK

DONNELL RD. (ASP.)

N 388000

005568 J
N 388250

38850

36

CITY COUNCIL RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners has recommended to the Council of the City of Memphis the purchase of property from Westco Development #12, L.L.C., said property shown on the attached sketch and being more particularly described as follows:

Being the same property conveyed to Westco Development #12, L.L.C., by deed of record as described in the Register's Office of Shelby County, Tennessee in the Register's Official Record Book under Instrument Number GC-7210, and being shown on the attached sketch and described as follows:

Beginning at a set 1/2" rebar with plastic cap in the west line of Mendenhall Road (106' R.O.W.), said point being the northeast corner of said property recorded in Instrument No. GC-7210, Parcel 1 and the southeast corner of the Easy-Way Food Stores, Inc. property recorded in Instrument No. KH-6288; thence southwestwardly along the west line of said Mendenhall Road the following calls: southwestwardly along a curve to the right having a radius of 2811.79 feet, delta angle of 12 degrees 14 minutes 59 seconds, chord bearing of south 00 degrees 11 minutes 22 seconds west, chord distance of 600.01 feet and a curve distance of 601.15 feet to a point; south 06 degrees 18 minutes 51 seconds west, 223.81 feet to a point; southwestwardly along a curve to the right having a radius of 40.00 feet, delta angle of 86 degrees 03 minutes 00 seconds, chord bearing of south 49 degrees 20 minutes 21 seconds west, chord distance of 54.59 feet and a curve distance of 60.07 feet to a point in the north line of Shelby Drive (R.O.W. Varies); thence northwestwardly along the north line of said Shelby Drive the following calls: north 87 degrees 38 minutes 09 seconds west, 177.03 feet to a point; northwestwardly along a curve to the right having a radius of 22,861.31 feet, delta angle of 00 degrees 01 minutes 59 seconds, chord bearing of north 87 degrees 37 minutes 09 seconds west, chord distance of 13.24 feet and a curve distance of 13.24 feet to a set 1/2" rebar with plastic cap at the southwest corner of said property recorded in Instrument No. GC-7210, Parcel 1 and in the northeast line of the Burlington Northern Railroad Company (formerly known as) St. Louis-San Francisco Railway Company property recorded in Book 3330, Page 95; thence north 42 degrees 47 minutes 14 seconds west along the southwest line of said property recorded in Instrument No. GC-7210, Parcel 1 and the northeast line of said property recorded in Book 3330, Page 95, 1246.58 feet to a set 1/2" rebar with plastic cap at the northwest corner of said property recorded in Instrument No. GC-7210, Parcel

1 and the southwest corner of the Mary Elizabeth Douglas Walker property recorded in Book 5931, Page 65, Tract No. 3; thence south 86 degrees 39 minutes 00 seconds east along the north line of said property recorded in Instrument No. GC-7210, Parcel 1, the south line of said property recorded in Book 5931, Page 65, Tract No. 3 and the south line of said property recorded in Instrument No. KH-6288, 1106.78 feet to the POINT OF BEGINNING and containing 590,389 square feet or 13.553 acres of land.

Property located on the northwest corner of Shelby Drive and Mendenhall Road

for and in consideration of \$650,000.00.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF MEMPHIS that the President of the Memphis Light, Gas and Water Division or his designated representative be and is authorized to execute the appropriate contract of sale for the purchase of real property described in the above preamble from Westco Development #12, L.L.C, for and in consideration of \$650,000.00.

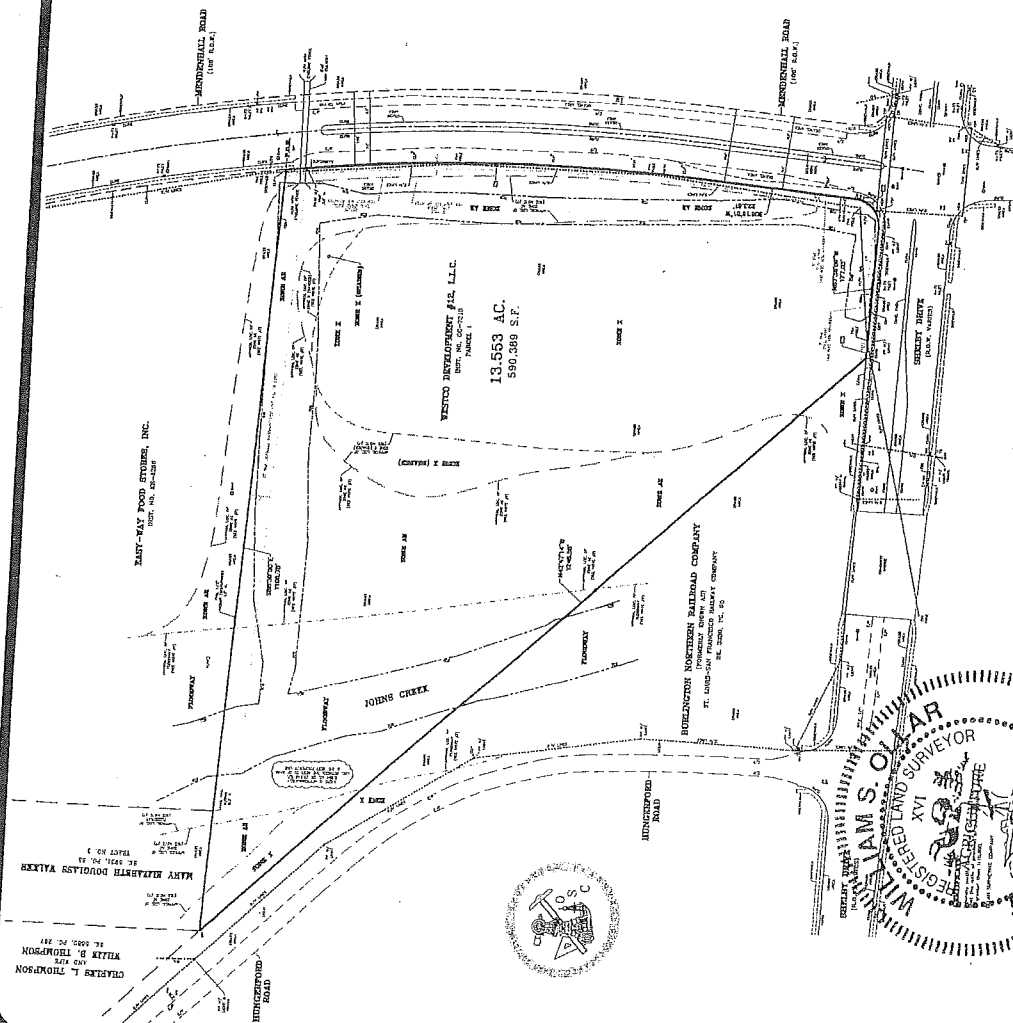
[illegible]

DISCONTINUOUS: *See* **DISCONTINUITY**.

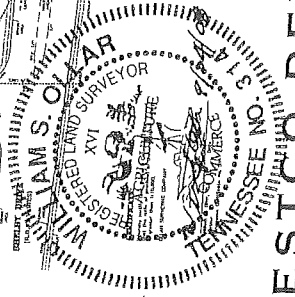
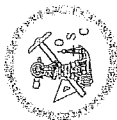
SURVEY OF THE
WESTCO DEVELOPMENT #12, L.L.C.
PROPERTY
RECORDED IN
INSTRUMENT NO. GC-7210
PARCEL
MEMPHIS, SHELBY COUNTY, TENNESSEE
SCALE: 1"=60' DATE: SEPTEMBER 04, 2006



WESTCO DEVELOPMENT #12, L.L.C.
PROPERTY



NAME	ADDRESS	DATE	STATUS	REMARKS
1	1111 N. 1st St.	1/1/74	OK	
2	1111 N. 1st St.	1/1/74	OK	
3	1111 N. 1st St.	1/1/74	OK	
4	1111 N. 1st St.	1/1/74	OK	
5	1111 N. 1st St.	1/1/74	OK	
6	1111 N. 1st St.	1/1/74	OK	
7	1111 N. 1st St.	1/1/74	OK	
8	1111 N. 1st St.	1/1/74	OK	
9	1111 N. 1st St.	1/1/74	OK	
10	1111 N. 1st St.	1/1/74	OK	



E X C E R P T
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
March 5, 2009

The Manager of Electric Distribution Systems Engineering presented for consideration of the Board a Contract of Sale for the purchase of property from Westco Development #12, L.L.C., for a proposed Substation, said property being shown on the attached sketch and more particularly described as follows:

Being the same property conveyed to Westco Development #12, L.L.C., by deed of record as described in the Register's Office of Shelby County, Tennessee in the Register's Official Record Book under Instrument Number GC-7210, and being shown on the attached sketch and described as follows:

Beginning at a set 1/2" rebar with plastic cap in the west line of Mendenhall Road (106' R.O.W.), said point being the northeast corner of said property recorded in Instrument No. GC-7210, Parcel 1 and the southeast corner of the Easy-Way Food Stores, Inc. property recorded in Instrument No. KH-6288; thence southwestwardly along the west line of said Mendenhall Road the following calls: southwestwardly along a curve to the right having a radius of 2811.79 feet, delta angle of 12 degrees 14 minutes 59 seconds, chord bearing of south 00 degrees 11 minutes 22 seconds west, chord distance of 600.01 feet and a curve distance of 601.15 feet to a point; south 06 degrees 18 minutes 51 seconds west, 223.81 feet to a point; southwestwardly along a curve to the right having a radius of 40.00 feet, delta angle of 86 degrees 03 minutes 00 seconds, chord bearing of south 49 degrees 20 minutes 21 seconds west, chord distance of 54.59 feet and a curve distance of 60.07 feet to a point in the north line of Shelby Drive (R.O.W. Varies); thence northwestwardly along the north line of said Shelby Drive the following calls: north 87 degrees 38 minutes 09 seconds west, 177.03 feet to a point; northwestwardly along a curve to the right having a radius of 22,861.31 feet, delta angle of 00 degrees 01 minutes 59 seconds, chord bearing of north 87 degrees 37 minutes 09 seconds west, chord distance of 13.24 feet and a curve distance of 13.24 feet to a set 1/2" rebar with plastic cap at the southwest corner of said property recorded in Instrument No. GC-7210, Parcel 1 and in the northeast line of the Burlington Northern Railroad Company (formerly known as) St. Louis-San Francisco Railway Company property recorded in Book 3330, Page 95; thence north 42 degrees 47 minutes 14 seconds west along the southwest line of said property recorded in Instrument No. GC-7210, Parcel 1 and the northeast line of

said property recorded in Book 3330, Page 95, 1246.58 feet to a set 1/2" rebar with plastic cap at the northwest corner of said property recorded in Instrument No. GC-7210, Parcel 1 and the southwest corner of the Mary Elizabeth Douglas Walker property recorded in Book 5931, Page 65, Tract No. 3; thence south 86 degrees 39 minutes 00 seconds east along the north line of said property recorded in Instrument No. GC-7210, Parcel 1, the south line of said property recorded in Book 5931, Page 65, Tract No. 3 and the south line of said property recorded in Instrument No. KH-6288, 1106.78 feet to the POINT OF BEGINNING and containing 590,389 square feet or 13.553 acres of land.


Property located on the northwest corner of Shelby Drive and Mendenhall Road.

It was moved by Vice Chairman Cobbins, seconded by Commissioner Masson and unanimously carried:

THAT, the Board of Light, Gas and Water Commissioners recommends to the Council of the City of Memphis, the purchase of property described in the above preamble from Westco Development #12, L.L.C., for and in consideration of \$650,000.00 to be funded from the Electric Division included in the 2009 Electric Capital Budget; and further,

THAT, the President or his designated representative of the Division is hereby authorized to execute the purchase of said property.

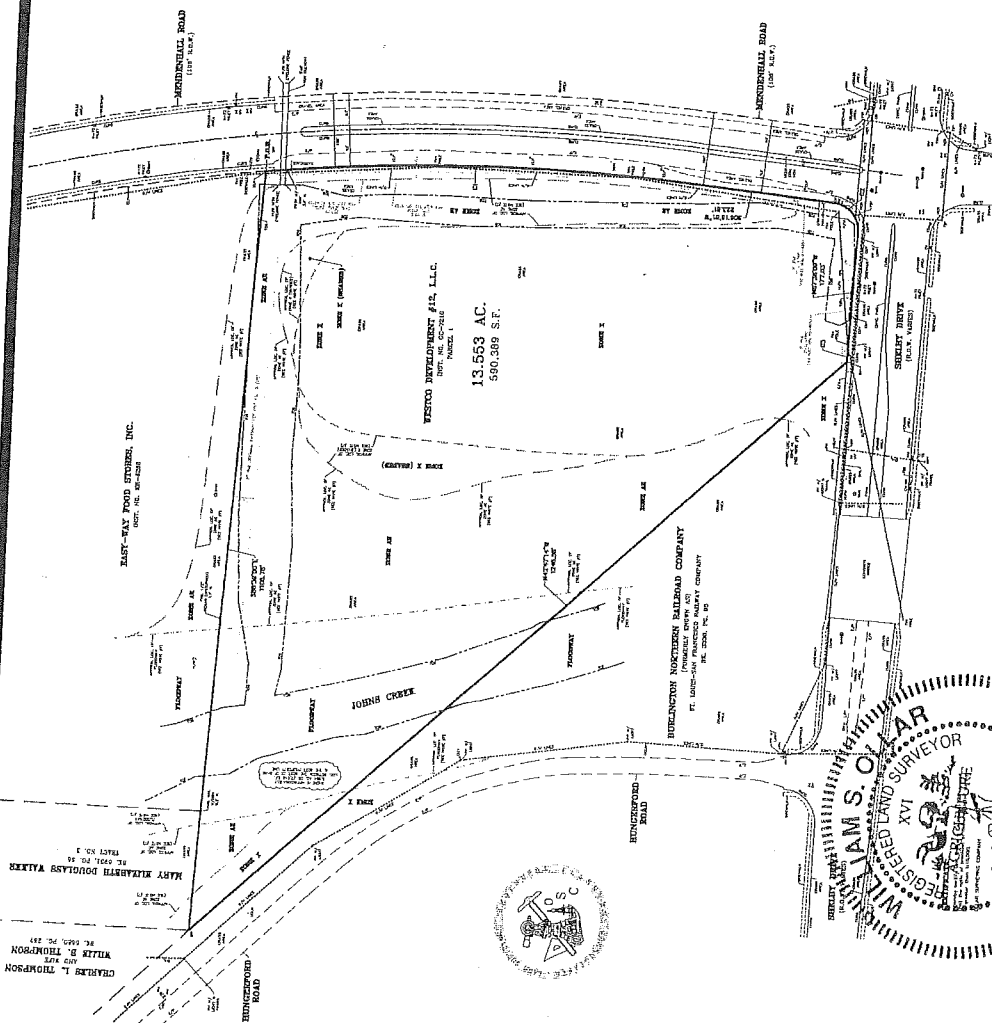
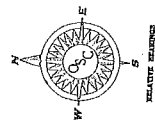
I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular ~~special~~ meeting held on 3rd day of March, 2009, at which a quorum was present.


Secretary-Treasurer

WESTCO DEVELOPMENT
SURVEY OF THE
PROPERTY
#12, L.L.C.

RECORDED IN
INSTRUMENT NO. GC-7210

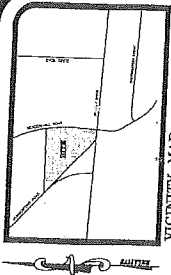
MEMPHIS, SHELBY COUNTY, TENNESSEE
SCALE: 1"=60' DATE: SEPTEMBER 04, 2000



WATER FLOW (GPM)	HEAD (FT)	WATER FLOW (GPM)	HEAD (FT)
10	1.0	10	1.0
20	1.0	20	1.0
30	1.0	30	1.0
40	1.0	40	1.0
50	1.0	50	1.0
60	1.0	60	1.0
70	1.0	70	1.0
80	1.0	80	1.0
90	1.0	90	1.0
100	1.0	100	1.0

1. Source: Confidential - Security Risk, Yes, Why, None
2. Referred by: None
3. Referral date: None
4. Referral by: None
5. Referral by: None
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93. Referral by: None
94. Referral by: None
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97. Referral by: None
98. Referral by: None
99. Referral by: None
100. Referral by: None

CURTIS CORRESPONDING TO
SUBJECTS REFERENCED IN
DOCUMENT NO. G-7912

[illegible][illegible]

RESOLUTION

RESOLUTION OF THE COUNCIL OF THE CITY OF MEMPHIS, TENNESSEE, AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF NOT TO EXCEED EIGHTY-FIVE MILLION DOLLARS (\$85,000,000) PRINCIPAL AMOUNT OF CITY OF MEMPHIS, TENNESSEE, GENERAL IMPROVEMENT BONDS, SERIES 2009A, FOR THE PURPOSE OF REFUNDING CERTAIN OUTSTANDING COMMERCIAL PAPER AND/OR BANK NOTES OF THE CITY, MAKING PROVISION FOR THE RAISING ANNUALLY BY SUCH CITY OF A SUM SUFFICIENT TO PAY, AS THE SAME SHALL BECOME DUE, THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON SUCH BONDS; PRESCRIBING THE FORM AND CERTAIN DETAILS OF SUCH BONDS; AUTHORIZING AND PROVIDING FOR THE SALE OF SUCH BONDS, APPROVING THE FORMS OF NOTICES OF SALE OF SUCH BONDS AND APPROVING THE PREPARATION AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT RELATING TO SUCH BONDS AND APPROVING THE FORM THEREOF; AUTHORIZING AND APPROVING AN OFFICIAL STATEMENT IN CONNECTION WITH THE ISSUANCE OF SUCH BONDS; AND AUTHORIZING CERTAIN OTHER MATTERS WITH RESPECT TO THE ISSUANCE OF SUCH BONDS

BE IT RESOLVED by the Council of the City of Memphis, Tennessee, as follows:

SECTION 1. Approval and Authorization of Bonds. There shall be issued, sold and delivered under Initial Resolutions adopted by the Council of the City of Memphis, Tennessee (the "Council") on May 2, 2006, and March 4, 2008, a series of general obligation bonds of the City of Memphis, Tennessee (the "City") in the maximum principal amount of Eighty-Five Million Dollars (\$85,000,000) to be designated "General Improvement Bonds, Series 2009A" (the "Bonds") for the purpose of (i) refunding certain outstanding bond anticipation notes of the City issued as commercial paper (the "Commercial Paper") originally issued to finance various public works projects of the City, all of which Commercial Paper shall be retired at maturity and/or (ii) paying or prepaying all of the principal amount of outstanding Bank Notes (the "Bank Notes") issued under and pursuant to the Line of Credit Agreement dated as of April 1, 2001, as amended, between the City and Westdeutsche Landesbank Girozentrale acting through its New York Branch, evidencing the City's repayment obligations for borrowings under such Agreement to pay the principal of Commercial Paper, or any combination of the foregoing. Of the Bonds, approximately \$50,000,000 shall be issued pursuant to the Initial Resolution adopted by the Council on May 2, 2006, and the balance shall be issued pursuant to the Initial Resolution adopted by the City Council on March 4, 2008.

The Bonds, or such portion thereof as shall be determined by the Director of Finance and Administration, shall be sold at one time or from time to time on a date or dates to be selected by the Director of Finance and Administration. The Bonds shall be numbered from R-1 upwards in order of issuance. The Bonds shall be dated as of a date, shall be issued in the denomination of \$5,000 each or any integral multiple thereof, and shall bear interest payable initially and semiannually thereafter in each year on the dates and at the rates per annum, not to exceed 6.0% per annum, all as to be determined by the Director of Finance and Administration. The Bonds shall mature in serial or term forms in not to exceed 21 years from their dated dates, on the maturity dates and in the principal amounts to be determined by the Director of Finance and Administration. The Bonds may be issued as bonds the interest on which is excluded from gross income for Federal income tax purposes ("Tax-Exempt Bonds"), or as bonds the interest on which is included in gross income for Federal income tax purposes ("Taxable Bonds"), including, without limitation, bonds as described in the American Recovery and Reinvestment Act of 2009, or in part as Tax-Exempt Bonds and in part as Taxable Bonds.

The Bonds shall be issued only in fully registered form without coupons. One Bond representing each maturity will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Bonds and each such Bond shall be immobilized in the custody of DTC. DTC will act as securities depository for the Bonds. Purchasers will not receive physical delivery of certificates representing their interest in the Bonds purchased except as provided by Section 2 hereof.

Unless the City and the Registrar and Paying Agent named below agree otherwise, so long as DTC or its nominee is the registered owner of the Bonds as Securities Depository, payments of principal, premium, if any, and interest payments on the Bonds will be made by the City through the Paying Agent and Registrar named below, by wire transfer to DTC or its nominee, Cede & Co., as registered owner of the Bonds, which will in turn remit such payments to the DTC participants for subsequent disbursement to the beneficial owners of the Bonds. Transfer of principal, premium, if any, and interest payments to DTC participants will be the responsibility of DTC. Transfers of such payments to beneficial owners of the Bonds by DTC participants will be the responsibility of such participants and other nominees of such beneficial owners. Transfers of ownership interests in the Bonds will be accomplished by book entries made by DTC and, in turn, by the DTC participants who act on behalf of the indirect participants of DTC and the beneficial owners of the Bonds.

The City will not be responsible or liable for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC, its participants or persons acting through such participants or for transmitting payments to, communicating with, notifying, or otherwise dealing with any beneficial owner of the Bonds.

The Bank of New York Trust Company, N.A., is hereby appointed as Paying Agent and Registrar for the Bonds (the "Paying Agent and Registrar").

SECTION 2. Procedure in the Event of Revision of Book-Entry Transfer System - Replacement Bonds. The City shall issue Bond certificates (the "Replacement Bonds") directly to the beneficial owners of the Bonds other than DTC, or its nominee, but only in the event that:

(a) DTC determines to discontinue providing its services with respect to the Bonds at any time by giving notice to the City and discharging its responsibilities; or

(b) the City discontinues use of DTC (or substitute depository or its successor) at any time upon determination by the City that the use of DTC (or substitute depository or its successor) is no longer in the best interests of the City and the beneficial owners of the Bonds, subject to applicable procedures of DTC. The City and the Paying Agent and Registrar shall be fully protected in relying upon information provided by DTC, DTC participants or other nominees of beneficial owners, or beneficial owners with respect to the names, addresses and amounts owned by the beneficial owners and other information supplied by them for the purpose of delivering Replacement Bonds.

Upon occurrence of the events described in either (a) or (b) above, the City shall attempt to locate another qualified securities depository. If the City fails to locate another qualified securities depository to replace DTC, the City shall execute and deliver Replacement Bonds in substantially the form set forth in Section 9 hereof. Such Replacement Bonds shall bear thereon a certificate of authentication in the form set forth in Section 9 hereof executed manually by an authorized officer of the Paying Agent and Registrar as registration agent for the City. Only such Bonds as shall bear thereon such certificate of authentication shall be entitled to any right or benefit under this resolution and no Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Paying Agent and Registrar. Any such certificate of the Paying Agent and Registrar upon any Bond executed on behalf of the City shall be conclusive evidence that the Bond so authenticated has been duly authenticated and delivered under this resolution and that the registered owner of such Bond is entitled to the benefits and security of this resolution.

Prior to the execution and delivery of Replacement Bonds, the City shall notify the beneficial owners of the Bonds by mailing an appropriate notice to DTC. Principal of and interest on the Replacement Bonds shall be payable by check or draft mailed to each registered owner of such Replacement Bonds at the address of such owner as it appears in the books of registry maintained by the Paying Agent and Registrar. Replacement Bonds will be transferable only by presentation and surrender to the Paying Agent and Registrar, together with an assignment duly executed by the registered owner of the Replacement Bond or by such owner's representative in form satisfactory to the Paying Agent and Registrar and containing information required by the Paying Agent and Registrar in order to effect such transfer.

The City may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to an exchange or transfer of a Bond, and may charge the person requesting such exchange or transfer a sum or sums which shall be paid as a condition precedent to the exercise of the privilege of making such exchange or transfer.

SECTION 3. Redemption. Any or all of the Bonds (or portions thereof in installments of \$5,000) may first be subject to redemption at the option of the City prior to their stated maturities no later than 11 years after the date thereof, in whole at any time or in part from time to time in such order of maturity as shall be determined by the City (except that if at any time less than all of the Bonds of a given maturity are called for redemption, the particular Bond or portions thereof shall be selected by lot), at a price not to exceed 103%, together with the

interest accrued on the principal amount to be redeemed to the date fixed for the redemption thereof. The Bonds also may be made not redeemable prior to maturity in their entirety. The redemption provisions, if any, shall be finally determined by the Director of Finance and Administration.

If any Bond (or any portion of the principal amount thereof in installments of \$5,000) shall be called for redemption, notice of the redemption thereof, specifying the date, number and maturity of such Bond, the date and place or places fixed for its redemption, the premium, if any, payable upon such redemption, and if less than the entire principal amount of such Bond is to be redeemed, that such Bond must be surrendered in exchange for the principal amount thereof to be redeemed and a new Bond or Bonds issued equaling in principal amount that portion of the principal amount thereof not to be redeemed, shall be mailed not less than thirty (30) days prior to the date fixed for redemption by first class mail, postage prepaid, to the registered owner of such Bond at such owner's address as it appears on the books of registry kept by the Paying Agent and Registrar as of the close of business on the forty-fifth (45th) day preceding the date fixed for redemption. If notice of the redemption of any Bond shall have been given as aforesaid, and payment of the principal amount of such Bond (or the portion of the principal amount thereof to be redeemed) and of the accrued interest and premium, if any, payable upon such redemption shall have been duly made or provided for, interest on such Bond shall cease to accrue from and after the date so specified for redemption thereof. The failure of any registered owner to receive any such mailed notice shall not affect the sufficiency or validity of the proceedings for the redemption of the related Bonds.

So long as the Bonds are in book-entry only form, any notice of redemption will be given only to DTC or its nominee. The City shall not be responsible for providing any beneficial owner of the Bonds with notice of redemption.

SECTION 4. Security. The full faith and credit and unlimited taxing power of the City are hereby pledged to the punctual payment of the principal of and interest on the Bonds. In accordance with the provisions of T.C.A. Section 9-21-215, it is hereby recited that adequate provision will be made for raising annually by tax upon all property subject to taxation by the City of a sum sufficient to pay the principal of and interest on the Bonds as the same shall become due. The City hereby agrees that a tax sufficient to pay when due such principal and such interest shall be levied annually and assessed, collected and paid in like manner with the other taxes of the City and shall be in addition to all other taxes authorized or limited by law. This resolution shall be deemed to be the tax resolution required to be adopted in respect of the Bonds under T.C.A. Section 9-21-215.

SECTION 5. Payment of Bonds; Books of Registry; Exchanges and Transfers of Bonds.

(a) Payment of Bonds. (i) At any time during which the Bonds shall be in fully registered form, the interest on the Bonds shall be payable by wire transfer or by check or draft mailed by the Paying Agent and Registrar to the registered owners of the Bonds at their addresses as the same appear on the books of registry as of the fifteenth (15th) day of the month preceding such interest payment date and the principal of and premium, if any, on the Bonds shall be payable at the principal office of the Paying Agent and Registrar or any other office of

the Paying Agent and Registrar designated for such purpose; provided, however that at any time during which the Bonds shall be in book-entry form, the principal of and premium, if any, and interest on the Bonds shall be payable in accordance with the provisions of Section 1 hereof.

(ii) The principal of and premium, if any, and interest on the Bonds shall be payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.

(b) Books of Registry; Exchanges and Transfers of Bonds. (i) At all times during which any Bond remains outstanding and unpaid, the Paying Agent and Registrar shall keep or cause to be kept, at its principal office or any other office of the Paying Agent and Registrar designated for such purpose, books of registry for the registration, exchange and transfer of the Bonds. Upon presentation at the principal office of the Paying Agent and Registrar or any other office of the Paying Agent and Registrar designated for such purpose, the Paying Agent and Registrar, under such reasonable regulations as it may prescribe, shall register, exchange, transfer, or cause to be registered, exchanged or transferred, on the books of registry the Bonds as herein set forth.

(ii) Any Bond may be exchanged for a like aggregate principal amount of such Bonds in authorized principal amounts of the same interest rate and maturity.

(iii) Any Bond may, in accordance with its terms, be transferred upon the books of registry by the person in whose name it is registered, in person or by his duly authorized agent, upon surrender of such Bond to the Paying Agent and Registrar for cancellation, accompanied by a written instrument of transfer duly executed by the registered owner in person or his duly authorized agent, in form satisfactory to the Paying Agent and Registrar.

(iv) All transfers or exchanges pursuant to this Section 5(b) shall be made without expense to the registered owner of such Bonds, except as otherwise herein provided, and except that the Paying Agent and Registrar shall require the payment of the registered owner of the Bond requesting such transfer or exchange of any tax or other governmental charges required to be paid with respect to such transfer or exchange. All Bonds surrendered pursuant to this Section 5(b) shall be canceled.

SECTION 6. CUSIP Identification Numbers. CUSIP identification numbers may be printed on the Bonds, but neither the failure to print any such number on any Bonds, nor any error or omission with respect thereto, shall constitute cause for failure or refusal by the purchaser of the Bonds to accept delivery of and pay for the Bonds in accordance with the terms of its proposal to purchase the Bonds. No such number shall constitute or be deemed to be a part of any Bond or a part of the contract evidenced thereby and no liability shall attach to the City or any of its officers or agents because of or on account of any such number or any use made thereof.

SECTION 7. Tax Covenant. The City covenants and agrees to comply with the provisions of Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended, and the applicable Treasury Regulations promulgated thereunder or otherwise

applicable thereto, in each case whether prospective or retroactive, that must be satisfied in order that interest on the Bonds shall be and continue to be excluded from gross income for federal income tax purposes under said Sections 103 and 141 through 150.

SECTION 8. Execution and Authentication of Bonds. The Bonds shall be executed on behalf of the City with the manual or facsimile signatures of the Mayor of the City and of the Comptroller of the City, and shall have impressed or imprinted thereon or affixed thereto, by facsimile or otherwise, the official seal of the City. In case any officer of the City whose signature or whose facsimile signature shall appear on the Bonds shall cease to be such officer before the delivery of such Bonds, such signature or the facsimile signature thereof shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until delivery.

The Bonds shall bear thereon a certificate of authentication in the form set forth in Section 9 hereof executed manually by an authorized officer of the Paying Agent and Registrar. No Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Paying Agent and Registrar.

SECTION 9. Form of Bonds. The Bonds shall be in substantially the form set forth below with such necessary or appropriate variations, omissions and insertions as are incidental to their series, numbers, interest rates and maturities or as are otherwise permitted or required by law or this resolution:

**UNITED STATES OF AMERICA
STATE OF TENNESSEE
CITY OF MEMPHIS
GENERAL IMPROVEMENT BOND
SERIES 2009A**

REGISTERED

REGISTERED

No. R-_____

\$ _____

INTEREST RATE

MATURITY DATE

CUSIP NO.

_____, 20__

REGISTERED OWNER:

PRINCIPAL AMOUNT:

The City of Memphis, Tennessee (hereinafter referred to as the "City"), for value received, hereby promises to pay the Registered Owner named above, or registered assigns, on the Maturity Date specified above, [unless this Bond shall have been called for previous redemption and payment of the redemption price shall have been duly made or provided for], the Principal Amount specified above, and to pay interest on such Principal Amount on _____, 20__ and semiannually on each _____ and _____ thereafter until the payment of such Principal Amount at the Interest Rate per annum specified above, by wire transfer or by check or draft mailed by the Paying Agent and Registrar hereinafter mentioned to the Registered Owner in whose name this Bond is registered on the books of registry kept and maintained by the Paying Agent and Registrar as of the close of business on the fifteenth (15th) day of the calendar month preceding the month in which interest is payable to the address of the Registered Owner as it appears on such books of registry.

The principal of and premium, if any, on this Bond are payable upon presentation and surrender hereof at the principal office of The Bank of New York Trust Company, N.A. (the "Paying Agent and Registrar") or such other office of the Paying Agent and Registrar as may be designated for such purpose. The principal of and premium, if any, and interest on this Bond are payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.

This Bond is one of a duly authorized series of Bonds (herein referred to as the "Bonds") of the aggregate principal amount of _____ million dollars (\$ _____) of like date and tenor herewith, except for number, denomination, interest rate, maturity and redemption provisions, and is issued for the purpose of refunding certain outstanding commercial paper and/or paying or prepaying bank notes of the City issued to finance the cost of public works projects of the City, under and pursuant to and in full compliance with the Constitution and statutes of the State of Tennessee, including Title 9, Chapter 21, being the Local

Government Public Obligations Act of 1986, and resolutions duly adopted by the Council of the City under such Chapter 21 on May 2, 2006, March 4, 2008, and April 21, 2009.

[insert applicable redemption provisions, if any]

[If this Bond or any portion of the principal amount hereof shall be called for redemption, notice of the redemption hereof, specifying the date and number of this Bond, the date and place or places fixed for its redemption, the premium, if any, payable upon such redemption, and if less than the entire principal amount of this Bond is to be redeemed, that this Bond must be surrendered in exchange for the principal amount hereof to be redeemed and the issuance of a new Bond equaling in principal amount that portion of the principal amount hereof not redeemed, shall be mailed not less than thirty (30) days prior to the date fixed for redemption by first class mail, postage prepaid, to the Registered Owner (or portion hereof to be redeemed). If notice of redemption shall have been given as aforesaid, and payment of the principal amount of this Bond (or portion of the principal amount hereof to be redeemed) and of the accrued interest and premium, if any, payable upon such redemption shall have been then made or provided for, interest hereon shall cease from and after the date so specified for the redemption hereof. The failure of the Registered Owner to receive any such mailed notice shall not affect the sufficiency or validity of proceedings for the redemption of this Bond.]

Subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Bonds, this Bond may be exchanged at the principal office of the Paying Agent and Registrar, or such other office of the Paying Agent and Registrar as may be designated for such purpose for a like aggregate principal amount of Bonds of other authorized principal amounts and of the issue of which this Bond is one. This Bond is transferable by the Registered Owner hereof, in person or by his attorney duly authorized in writing, at the office of the Registrar but only in the manner, subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Bonds of the issue of which this Bond is one, and upon the surrender hereof for cancellation. Upon such transfer, a new Bond or Bonds of authorized denominations and of the same aggregate principal amount of the series of which this Bond is one will be issued to the transferee in exchange herefor.

The full faith, credit and unlimited taxing power of the City are hereby irrevocably pledged to the punctual payment of the principal of and interest on this Bond as the same become due. In the resolution hereinabove referred to adopted on _____, 2009, it is recited that adequate provision will be made for raising annually by tax upon all property subject to taxation by the City of a sum sufficient to pay the interest on and principal of this Bond as the same shall become due.

It is hereby certified, recited and declared that all acts, conditions and things required to have happened, to exist and to have been performed precedent to and in the issuance of this Bond and the series of which it is one, do exist, have happened and have been performed in regular and due time, form and manner as required by law, and that this Bond and the Bonds of the series of which this Bond is one do not exceed any constitutional or statutory limitation of indebtedness.

IN WITNESS WHEREOF, the City, by its Council, has caused this Bond to be executed by the manual or facsimile signature of its Mayor; the seal of the City or a facsimile thereof to be impressed or imprinted hereon or affixed thereto, attested by the manual or facsimile signature of the Comptroller; and this Bond to be dated as of _____, 2009.

CITY OF MEMPHIS, TENNESSEE

[SEAL]

Mayor

ATTEST:

Comptroller

Certificate of Authentication

This Bond is one of the Bonds described in the within mentioned Resolution

The Bank of New York Mellon Trust
Company, N.A.
As Paying Agent and Registrar

By: _____
Authorized Officer

Date of Authentication:

Assignment

For value received, _____ hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY
OR OTHER TAX IDENTIFYING NUMBER
OF ASSIGNEE:

the within-mentioned Bond and hereby irrevocably constitutes and appoints _____
_____, attorney, to transfer the same on the books of registry of the City

kept at the principal office of the Paying Agent and Registrar with full power of substitution in the premises.

Dated: _____

Registered Owner

Signature Guaranteed: _____

NOTE: The signature to this assignment must correspond with the name as written on the face of the within Bond in every particular, without alteration, enlargement or any change whatsoever.

SECTION 10. Sale of Bonds. The Bonds shall be sold at a public sale on a date to be determined by the Director of Finance and Administration and at a price of not less than 98% of the principal amount of the Bonds. The Director of Finance and Administration is hereby authorized to publish a Summary Notice of Sale of the Bonds, substantially in the form presented to and filed with the minutes of the meeting at which this resolution is adopted, which form is hereby approved, ratified and confirmed. The Director of Finance and Administration is also hereby authorized to distribute to purchasers of and investors in the Bonds an Official Notice of Sale of the Bonds, substantially in the form presented to and filed with the minutes of the meeting at which this resolution is adopted. The forms of Summary Notice of Sale and Official Notice of Sale as published and distributed may include such changes as shall be approved by the Director of Finance and Administration, upon the advice of counsel (including the City Attorney and bond counsel) and the City's financial advisors, such approval shall be conclusively evidenced by their publication and distribution, as applicable.

The Director of Finance and Administration is also hereby authorized to distribute to purchasers of and investors in the Bonds a Preliminary Official Statement of the City relating to the Bonds, substantially in the form presented to and filed with the minutes of the meeting at which this resolution is adopted, which form is hereby approved, ratified and confirmed. The form of Preliminary Official Statement as published and distributed may include such changes as shall be approved by the Director of Finance and Administration, upon the advice of counsel (including the City Attorney and bond counsel) and the City's financial advisors, such approval shall be conclusively evidenced by its publication and distribution, as applicable. The Preliminary Official Statement is in a form which is "deemed final" as of its date within the meaning of SEC Rule 15c(2)-12(b)(1), but is subject to revision, amendment and completion of a final Official Statement as defined in SEC Rule 15c2-12(e)(3). The Director of Finance and Administration is hereby authorized to prepare an Official Statement, in substantially the form of the Preliminary Official Statement as so modified, after the same has been completed by the insertion of the maturities, interest rates, and other details of the Bonds and by making such other insertions, changes or corrections as the Director of Finance and Administration, based on the advice of the City's financial advisor and legal counsel (including the City Attorney and Bond Counsel and financial advisors), approves as necessary or appropriate, such approval to be

conclusively evidenced by the execution thereof; and the Council hereby authorizes the Official Statement and the information contained therein to be used by the purchasers in connection with the sale of the Bonds.

A Continuing Disclosure Certificate substantially in the form presented to and filed with the minutes of the meeting at which this resolution is adopted and to be dated the date of initial delivery of the Bonds, is hereby authorized to be executed and delivered by the Director of Finance and Administration. The form of the Continuing Disclosure Certificate as published and distributed may include such changes as shall be approved by the Director of Finance and Administration, upon the advice of counsel (including the City Attorney and bond counsel) and the City's financial advisors, such approval shall be conclusively evidenced by its publication and distribution, as applicable. The City covenants with the holders from time to time of the Bonds that it will, and hereby authorizes the appropriate officers and employees of the City to take all action necessary or appropriate to, comply with and carry out all of the provisions of the Continuing Disclosure Certificate as amended from time to time. Notwithstanding any other provision of this resolution, failure of the City to perform in accordance with the Continuing Disclosure Certificate shall not constitute a default under this resolution and the Continuing Disclosure Certificate may be enforced only as provided therein.

SECTION 11. Application of Proceeds of Sale of the Bonds. The proceeds derived from the sale of the Bonds shall be applied as follows:

(A) Accrued interest received on the Bonds, if any, from their date to the date of delivery of and payment for the Bonds shall be applied to the payment of interest on the Bonds on the first interest payment date thereof.

(B) The balance shall be used to pay the principal amount of Commercial Paper to be retired on the date or dates and in the amount or amounts determined by the Director of Finance and Administration, to pay or prepay the Bank Notes to be retired on the date or dates and in the amount or amounts determined by the Director of Finance and Administration and to pay costs of issuance of the Bonds.

SECTION 12. Economic Lives. The reasonably expected remaining average economic lives of the public works projects to be financed from the proceeds of the Bonds shall be in excess of 23 years.

SECTION 13. Further Authorizations. The appropriate officers of the City are hereby authorized to take all such actions and execute such documents (upon advice of the City Attorney and Bond Counsel) as shall be necessary to effect the delivery of and payment for the Bonds and as may be reasonably required to carry out, give effect to and consummate the transactions contemplated hereby, including the purchase, if deemed to the City's financial advantage, of a bond insurance policy guaranteeing payment of principal of and interest on the Bonds and to provide for the payment of the premium cost thereof.

SECTION 14. Effective Date. This resolution shall take effect upon its adoption.

RESOLUTION

RESOLUTION OF THE COUNCIL OF THE CITY OF MEMPHIS, TENNESSEE, AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF NOT TO EXCEED ONE HUNDRED AND FIFTY MILLION DOLLARS (\$150,000,000) PRINCIPAL AMOUNT OF CITY OF MEMPHIS, TENNESSEE, BOND ANTICIPATION NOTES FOR THE PURPOSE OF FINANCING VARIOUS PUBLIC WORKS PROJECTS OF THE CITY AND/OR REFUNDING CERTAIN OUTSTANDING COMMERCIAL PAPER AND/OR BANK NOTES OF THE CITY ISSUED FOR SUCH PURPOSE; PRESCRIBING THE FORM AND CERTAIN DETAILS OF SUCH NOTES; AUTHORIZING AND PROVIDING FOR THE SALE OF SUCH NOTES; APPROVING THE FORM OF PURCHASE AGREEMENT FOR SUCH NOTES AND APPROVING THE PREPARATION AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT RELATING TO SUCH NOTES AND APPROVING THE FORM THEREOF; AUTHORIZING AND APPROVING AN OFFICIAL STATEMENT IN CONNECTION WITH THE ISSUANCE OF SUCH NOTES; AND AUTHORIZING CERTAIN OTHER MATTERS WITH RESPECT TO THE ISSUANCE OF SUCH NOTES

BE IT RESOLVED by the Council of the City of Memphis, Tennessee, as follows:

SECTION 1. Findings and Determinations. (a) The Council of the City of Memphis, Tennessee (the "Council"), on March 4, 2008, and March 3, 2009, adopted Initial Resolutions (the "Initial Resolutions") authorizing the issuance of general obligation bonds of the City of Memphis, Tennessee (the "City"), in each case in the maximum principal amount of One Hundred Fifty Million Dollars (\$150,000,000) (the "Bonds") for the purpose of financing various public works projects of the City.

(b) Commercial Paper of the City (the "Commercial Paper") has been issued under and pursuant to such Initial Resolutions and the Commercial Paper Resolution adopted by the Council on March 20, 2001, of which Commercial Paper in the principal amount of One Hundred Fifty Million Dollars (\$150,000,000) currently is outstanding. Following the issuance of such Commercial Paper, and certain Bonds previously issued, there remains unobligated under the Initial Resolutions not less than approximately \$32,631,000 principal amount under the Initial Resolution adopted March 4, 2008.

(c) The City deems it to be in its best interests to refund the principal of all of such outstanding Commercial Paper to the extent not refunded by Bonds or other Bond anticipation notes of the City, or to pay or prepay all of the principal amount outstanding under

Bank Notes (the "Bank Notes") issued under and pursuant to the Line of Credit Agreement dated as of April 1, 2001, as amended, between the City and Westdeutsche Landesbank Girozentrale acting through its New York Branch, evidencing the City's repayment obligations for borrowings under such Agreement to pay the principal of Commercial Paper to the extent not paid or prepaid by Bonds or other Bond anticipation notes of the City, or any combination of the foregoing, and in part to issue Bond anticipation notes for such purposes.

(d) The City also deems it to be in its best interests to issue Bond anticipation notes to finance various public works projects of the City, to be issued pursuant to the Initial Resolutions adopted March 4, 2008, to the extent of the unobligated balance referred to in subsection (b) above, and March 3, 2008.

SECTION 2. Authorization and Purpose of Notes. (a) In anticipation of the issuance and sale of unissued Bonds, there is hereby authorized to be issued Bond anticipation notes of the City (the "Notes") in an aggregate principal amount not to exceed One Hundred Fifty Million Dollars (\$150,000,000).

(b) The Notes shall be issued (i) to finance various public works of the City, (ii) to provide for the refunding and payment or prepayment of the principal of all outstanding Commercial Paper and Bank Notes to the extent not refunded, paid or prepaid by Bonds or other Bond anticipation notes of the City and (iii) to provide for the payment of costs of issuance of the Notes. Interest on such Commercial Paper and Bank Notes due prior to and upon payment or prepayment of the principal thereof shall be paid from other available moneys of the City. Following such payment or prepayment of principal and interest, such Commercial Paper and Bank Notes shall be retired and shall not be reissued.

SECTION 3. Certain Details of Notes. The Notes, or such portion thereof as shall be determined by the Director of Finance and Administration, shall be sold at one time or from time to time on a date or dates to be selected by the Director of Finance and Administration. The Notes shall be dated as of a date, shall be issued in the denomination of \$5,000 each or any integral multiple thereof, shall mature on the date or dates not to exceed thirteen (13) months from their dated date, and shall bear interest payable periodically until maturity and/or at maturity and at the rate or rates per annum, not to exceed 4.50% per annum, all as to be determined by the Director of Finance and Administration. The Notes may be issued as notes the interest on which is excluded from gross income for Federal income tax purposes ("Tax-Exempt Notes"), or as notes the interest on which is included in gross income for Federal income tax purposes ("Taxable Notes"), including, without limitation, notes as described in the American Recovery and Reinvestment Act of 2009, or in part as Tax-Exempt Notes and in part as Taxable Notes.

The Notes shall be issued only in fully registered form without coupons. One Note representing each maturity will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Notes and the Notes shall be immobilized in the custody of DTC. DTC will act as securities depository for the Notes. Purchasers will not receive physical delivery of certificates representing their interest in the Notes purchased except as provided by Section 4 hereof.

Unless the City and the Registrar and Paying Agent named below agree otherwise, so long as DTC or its nominee is the registered owner of the Notes as Securities Depository, payments of principal, premium, if any, and interest payments on the Notes will be made by the City through the Paying Agent and Registrar named below, by wire transfer to DTC or its nominee, Cede & Co., as registered owner of the Notes, which will in turn remit such payments to the DTC participants for subsequent disbursement to the beneficial owners of the Notes. Transfer of principal, premium, if any, and interest payments to DTC participants will be the responsibility of DTC. Transfers of such payments to beneficial owners of the Notes by DTC participants will be the responsibility of such participants and other nominees of such beneficial owners. Transfers of ownership interests in the Notes will be accomplished by book entries made by DTC and, in turn, by the DTC participants who act on behalf of the indirect participants of DTC and the beneficial owners of the Notes.

The City will not be responsible or liable for sending transaction statements or for maintaining, supervising or reviewing records maintained by DTC, its participants or persons acting through such participants or for transmitting payments to, communicating with, notifying, or otherwise dealing with any beneficial owner of the Notes.

The Bank of New York Trust Company, N.A., is hereby appointed as Paying Agent and Registrar for the Notes (the "Paying Agent and Registrar").

SECTION 4. Procedure in the Event of Revision of Book-Entry Transfer System - Replacement Notes. The City shall issue Note certificates (the "Replacement Notes") directly to the beneficial owners of the Notes other than DTC, or its nominee, but only in the event that:

(a) DTC determines to discontinue providing its services with respect to the Notes at any time by giving notice to the City and discharging its responsibilities; or

(b) the City discontinues use of DTC (or substitute depository or its successor) at any time upon determination by the City that the use of DTC (or substitute depository or its successor) is no longer in the best interests of the City and the beneficial owners of the Notes, subject to applicable procedures of DTC. The City and the Paying Agent and Registrar shall be fully protected in relying upon information provided by DTC, DTC participants or other nominees of beneficial owners, or beneficial owners with respect to the names, addresses and amounts owned by the beneficial owners and other information supplied by them for the purpose of delivering Replacement Notes.

Upon occurrence of the events described in either (a) or (b) above, the City shall attempt to locate another qualified securities depository. If the City fails to locate another qualified securities depository to replace DTC, the City shall execute and deliver Replacement Notes in substantially the form set forth in Section 11 hereof. Such Replacement Notes shall bear thereon a certificate of authentication in the form set forth in Section 11 hereof executed manually by an authorized officer of the Paying Agent and Registrar as registration agent for the City. Only such Notes as shall bear thereon such certificate of authentication shall be entitled to any right or benefit under this resolution and no Note shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of

the Paying Agent and Registrar. Any such certificate of the Paying Agent and Registrar upon any Note executed on behalf of the City shall be conclusive evidence that the Note so authenticated has been duly authenticated and delivered under this resolution and that the registered owner of such Note is entitled to the benefits and security of this resolution.

Prior to the execution and delivery of Replacement Notes, the City shall notify the beneficial owners of the Notes by mailing an appropriate notice to DTC. Principal of and interest on the Replacement Notes shall be payable by check or draft mailed to each registered owner of such Replacement Notes at the address of such owner as it appears in the books of registry maintained by the Paying Agent and Registrar. Replacement Notes will be transferable only by presentation and surrender to the Paying Agent and Registrar, together with an assignment duly executed by the registered owner of the Replacement Note or by such owner's representative in form satisfactory to the Paying Agent and Registrar and containing information required by the Paying Agent and Registrar in order to effect such transfer.

The City may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to an exchange or transfer of a Note, and may charge the person requesting such exchange or transfer a sum or sums which shall be paid as a condition precedent to the exercise of the privilege of making such exchange or transfer.

SECTION 5. Redemption. The Notes shall not be subject to redemption prior to maturity.

SECTION 6. Sources of Payment and Security for the Notes. The taxing power of the City as to all taxable property in the City which shall be subject to taxation for the payment of the unissued Bonds is hereby pledged to the punctual payment of the principal of and interest on the Notes. The Notes shall be direct obligations of the City, the payment of which shall be made according to the tenor and effect thereof. Unless the payment of the principal of and interest on the Notes otherwise shall be provided for by or on behalf of the City from proceeds of Bonds, proceeds of other bond anticipation notes of the City or other funds of the City available and authorized for such purpose, the City hereby agrees to levy and provide for the collection of a special tax over and above all other taxes authorized or limited by law to be imposed and levied on all the taxable property of the City to create a sinking fund to retire the Notes with interest as they fall due.

Unless the payment of the principal of the Notes otherwise shall be provided for by or on behalf of the City from proceeds of other bond anticipation notes or other funds of the City available and authorized for such purpose, on or before the respective maturity dates thereof the City shall, to the extent and as permitted by law, provide for the issuance, sale and delivery of Bonds or other obligations of the City in an amount sufficient to provide for the payment of the outstanding principal of the Notes at maturity.

SECTION 7. Payment of Notes; Books of Registry; Exchanges and Transfers of Notes.

(a) Payment of Notes. (i) At any time during which the Notes shall be in fully registered form, the interest on the Notes shall be payable by wire transfer or by check or

draft mailed by the Paying Agent and Registrar to the registered owners of the Notes at their addresses as the same appear on the books of registry as of the fifteenth (15th) day of the month preceding such interest payment date and the principal of and premium, if any, on the Notes shall be payable at the principal office of the Paying Agent and Registrar or any other office of the Paying Agent and Registrar designated for such purpose; provided, however that at any time during which the Notes shall be in book-entry form, the principal of and premium, if any, and interest on the Notes shall be payable in accordance with the provisions of Section 3 hereof.

(ii) The principal of and premium, if any, and interest on the Notes shall be payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.

(b) Books of Registry; Exchanges and Transfers of Notes. (i) At all times during which any Note remains outstanding and unpaid, the Paying Agent and Registrar shall keep or cause to be kept, at its principal office or any other office of the Paying Agent and Registrar designated for such purpose, books of registry for the registration, exchange and transfer of the Notes. Upon presentation at the principal office of the Paying Agent and Registrar or any other office of the Paying Agent and Registrar designated for such purpose, the Paying Agent and Registrar, under such reasonable regulations as it may prescribe, shall register, exchange, transfer, or cause to be registered, exchanged or transferred, on the books of registry the Notes as herein set forth.

(ii) Any Note may be exchanged for a like aggregate principal amount of such Notes in authorized principal amounts of the same interest rate and maturity.

(iii) Any Note may, in accordance with its terms, be transferred upon the books of registry by the person in whose name it is registered, in person or by his duly authorized agent, upon surrender of such Note to the Paying Agent and Registrar for cancellation, accompanied by a written instrument of transfer duly executed by the registered owner in person or his duly authorized agent, in form satisfactory to the Paying Agent and Registrar.

(iv) All transfers or exchanges pursuant to this Section 7(b) shall be made without expense to the registered owner of such Notes, except as otherwise herein provided, and except that the Paying Agent and Registrar shall require the payment of the registered owner of the Note requesting such transfer or exchange of any tax or other governmental charges required to be paid with respect to such transfer or exchange. All Notes surrendered pursuant to this Section 7(b) shall be canceled.

SECTION 8. CUSIP Identification Numbers. CUSIP identification numbers may be printed on the Notes, but neither the failure to print any such number on any Notes, nor any error or omission with respect thereto, shall constitute cause for failure or refusal by the purchaser of the Notes to accept delivery of and pay for the Notes in accordance with the terms of its proposal to purchase the Notes. No such number shall constitute or be deemed to be a part of any Notes or a part of the contract evidenced thereby and no liability shall attach to the City or any of its officers or agents because of or on account of any such number or any use made thereof.

SECTION 9. Tax Covenant. The City covenants and agrees to comply with the provisions of Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended, and the applicable Treasury Regulations promulgated thereunder or otherwise applicable thereto, in each case whether prospective or retroactive, that must be satisfied in order that interest on the Notes shall be and continue to be excluded from gross income for federal income tax purposes under said Sections 103 and 141 through 150.

SECTION 10. Execution and Authentication of Notes. The Notes shall be executed on behalf of the City with the manual or facsimile signatures of the Mayor of the City and of the Comptroller of the City, and shall have impressed or imprinted thereon or affixed thereto, by facsimile or otherwise, the official seal of the City. In case any officer of the City whose signature or whose facsimile signature shall appear on the Notes shall cease to be such officer before the delivery of such Notes, such signature or the facsimile signature thereof shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until delivery.

The Notes shall bear thereon a certificate of authentication in the form set forth in Section 11 hereof executed manually by an authorized officer of the Paying Agent and Registrar. No Notes shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by an authorized officer of the Paying Agent and Registrar.

SECTION 11. Form of Notes. The Notes shall be in substantially the form set forth below with such necessary or appropriate variations, omissions and insertions as are incidental to their series, numbers, interest rates and maturities or as are otherwise permitted or required by law or this resolution:

**UNITED STATES OF AMERICA
STATE OF TENNESSEE
CITY OF MEMPHIS
BOND ANTICIPATION NOTE
SERIES 2009[A]**

REGISTERED

REGISTERED

No. R-_____

\$_____

INTEREST RATE

MATURITY DATE

CUSIP NO.

_____, 20__

REGISTERED OWNER:

PRINCIPAL AMOUNT:

The City of Memphis, Tennessee (hereinafter referred to as the "City"), for value received, hereby promises to pay the Registered Owner named above, or registered assigns, on

the Maturity Date specified above, the Principal Amount specified above, and to pay interest on such Principal Amount [on _____, 20__ and] [at maturity] at the Interest Rate per annum specified above, by wire transfer or by check or draft mailed by the Paying Agent and Registrar hereinafter mentioned to the Registered Owner in whose name this Note is registered on the books of registry kept and maintained by the Paying Agent and Registrar as of the close of business on the fifteenth (15th) day of the calendar month preceding the month in which interest is payable to the address of the Registered Owner as it appears on such books of registry.

The principal of and premium, if any, on this Note are payable upon presentation and surrender hereof at the principal office of The Bank of New York Trust Company, N.A. (the "Paying Agent and Registrar") or such other office of the Paying Agent and Registrar as may be designated for such purpose. The principal of and premium, if any, and interest on this Note are payable in such coin or currency of the United States of America as at the respective dates of payment is legal tender for public and private debts.

This Note is one of a duly authorized series of Notes (herein referred to as the "Notes") of the aggregate principal amount of _____ million dollars (\$ _____) of like date and tenor herewith, except for number, denomination, interest rate, maturity and redemption provisions, and is issued for the purpose of financing public works projects of the City and/or refunding certain outstanding commercial paper and/or paying or prepaying bank notes of the City issued for such purpose, under and pursuant to and in full compliance with the Constitution and statutes of the State of Tennessee, including Title 9, Chapter 21, being the Local Government Public Obligations Act of 1986, and resolutions duly adopted by the Council of the City under such Chapter 21 on March 4, 2008, March 3, 2009, and April 21, 2009.

Subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Notes, this Note may be exchanged at the principal office of the Paying Agent and Registrar, or such other office of the Paying Agent and Registrar as may be designated for such purpose for a like aggregate principal amount of Notes of other authorized principal amounts and of the issue of which this Note is one. This Note is transferable by the Registered Owner hereof, in person or by his attorney duly authorized in writing, at the office of the Registrar but only in the manner, subject to the limitations and upon payment of the charges, if any, provided in the proceedings authorizing the Notes of the issue of which this Note is one, and upon the surrender hereof for cancellation. Upon such transfer, a new Note or Notes of authorized denominations and of the same aggregate principal amount of the series of which this Note is one will be issued to the transferee in exchange herefor.

The taxing power of the City as to all taxable property of the City which is subject to taxation for the payment of general obligation bonds of the City is hereby irrevocably pledged to the punctual payment of the principal of and interest on this Note as the same become due. Unless the payment of the principal of and interest on this Note otherwise shall be provided for by or on behalf of the City from proceeds of general obligation bonds, proceeds of other bond anticipation notes of the City or other funds of the City available and authorized for such purpose, the City shall levy and provide for the collection of a special tax over and above all other taxes authorized or limited by law to be imposed and levied on all the taxable property of the City to create a sinking fund to retire the Notes with interest as they fall due.

It is hereby certified, recited and declared that all acts, conditions and things required to have happened, to exist and to have been performed precedent to and in the issuance of this Note and the series of which it is one, do exist, have happened and have been performed in regular and due time, form and manner as required by law, and that this Note and the Notes of the series of which this Note is one do not exceed any constitutional or statutory limitation of indebtedness.

IN WITNESS WHEREOF, the City, by its Council, has caused this Note to be executed by the manual or facsimile signature of its Mayor; the seal of the City or a facsimile thereof to be impressed or imprinted hereon or affixed thereto, attested by the manual or facsimile signature of the Comptroller; and this Note to be dated as of _____, 2009.

CITY OF MEMPHIS, TENNESSEE

[SEAL]

Mayor

ATTEST:

Comptroller

Certificate of Authentication

This Note is one of the Notes described in the within mentioned Resolution

The Bank of New York Mellon Trust
Company, N.A.
As Paying Agent and Registrar

By: _____
Authorized Officer

Date of Authentication:

Assignment

For value received, _____ hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY
OR OTHER TAX IDENTIFYING NUMBER
OF ASSIGNEE:

the within-mentioned Note and hereby irrevocably constitutes and appoints _____, attorney, to transfer the same on the books of registry of the City kept at the principal office of the Paying Agent and Registrar with full power of substitution in the premises.

Dated: _____

Registered Owner

Signature Guaranteed: _____

NOTE: The signature to this assignment must correspond with the name as written on the face of the within Note in every particular, without alteration, enlargement or any change whatsoever.

SECTION 12. Sale of Notes. The Notes shall be sold at a negotiated sale on a date to be selected by the Director of Finance and Administration and at a price of not less than ninety-nine percent (99%) of the principal amount of the Notes. The Director of Finance and Administration is hereby authorized to negotiate with Morgan Keegan & Company, Inc., which is hereby approved as the lead managing underwriter for the underwriters of the Notes, with respect to the purchase and sale of the Notes. The Director of Finance and Administration is hereby authorized and directed to execute and deliver to the underwriters a Note Purchase Agreement substantially in the form presented to and filed with the minutes of the meeting at which this Resolution is being adopted, and having such terms as shall be determined by the Director of Finance and Administration in accordance with the terms of this Resolution, together with such changes as shall be approved by such officer, upon the advice of counsel (including the City Attorney and bond counsel), such approval to be conclusively evidenced by the execution thereof.

The Director of Finance and Administration is also hereby authorized to distribute to purchasers of and investors in the Notes a Preliminary Official Statement of the City relating to the Notes, substantially in the form presented to and filed with the minutes of the meeting at

which this resolution is adopted, which form is hereby approved, ratified and confirmed. The form of Preliminary Official Statement as published and distributed may include such changes as shall be approved by the Director of Finance and Administration, upon the advice of counsel (including the City Attorney and Bond Counsel) and the City's financial advisors, such approval shall be conclusively evidenced by its publication and distribution, as applicable. The Preliminary Official Statement is in a form which is "deemed final" as of its date within the meaning of SEC Rule 15c(2)-12(b)(1), but is subject to revision, amendment and completion of a final Official Statement as defined in SEC Rule 15c2-12(e)(3). The Director of Finance and Administration is hereby authorized to prepare an Official Statement, in substantially the form of the Preliminary Official Statement as so modified, after the same has been completed by the insertion of the maturities, interest rates, and other details of the Notes and by making such other insertions, changes or corrections as the Director of Finance and Administration, based on the advice of the City's financial advisor and legal counsel (including the City Attorney and Bond Counsel and financial advisors), approves as necessary or appropriate, such approval to be conclusively evidenced by the execution thereof; and the Council hereby authorizes the Official Statement and the information contained therein to be used by the purchasers in connection with the sale of the Notes.

A Continuing Disclosure Certificate substantially in the form presented to and filed with the minutes of the meeting at which this resolution is adopted and to be dated the date of initial delivery of the Notes, is hereby authorized to be executed and delivered by the Director of Finance and Administration. The form of the Continuing Disclosure Certificate as executed and delivered may include such changes as shall be approved by the Director of Finance and Administration, upon the advice of counsel (including the City Attorney and Bond Counsel) and the City's financial advisors, such approval shall be conclusively evidenced by its execution and delivery. The City covenants with the holders from time to time of the Notes that it will, and hereby authorizes the appropriate officers and employees of the City to take all action necessary or appropriate to, comply with and carry out all of the provisions of the Continuing Disclosure Certificate as amended from time to time. Notwithstanding any other provision of this resolution, failure of the City to perform in accordance with the Continuing Disclosure Certificate shall not constitute a default under this resolution and the Continuing Disclosure Certificate may be enforced only as provided therein.

SECTION 13. Application of Proceeds of Sale of the Notes. The proceeds derived from the sale of the Notes shall be applied as follows:

(A) Accrued interest received on the Notes, if any, from their date to the date of delivery of and payment for the Notes shall be applied to the payment of interest on the Notes on the first interest payment date thereof.

(B) The balance shall be used to pay (i) costs of public works projects of the City, (ii) the principal of Commercial Paper to be retired on the date or dates and in the amount or amounts determined by the Director of Finance and Administration, and/or to pay or prepay the Bank Notes to be retired on the date or dates and in the amount or amounts determined by the Director of Finance and Administration, and (iii) costs of issuance of the Notes.

SECTION 14. Economic Lives. The reasonably expected remaining average economic lives of the public works projects originally financed from the proceeds of the Commercial Paper to be retired is in excess of 23 years.

SECTION 15. Further Authorizations. The appropriate officers of the City are hereby authorized to take all such actions and execute such documents (upon advice of the City Attorney and Bond Counsel) as shall be necessary to effect the delivery of and payment for the Notes and as may be reasonably required to carry out, give effect to and consummate the transactions contemplated hereby, including the purchase, if deemed to the City's financial advantage, of a note insurance policy guaranteeing payment of principal of and interest on the Notes and to provide for the payment of the premium cost thereof.

SECTION 16. Effective Date. This resolution shall take effect upon its adoption.

RESOLUTION

WHEREAS, the City of Memphis Division of Public Services and Neighborhoods has received grant funds in the amount of Thirty Five Thousand Five Hundred Dollars (\$ 35,500.00) from the State of Tennessee Bureau of Health Services; and

WHEREAS, these funds will be used by the Memphis Sexual Assault Resource Center to provide rape prevention and crisis services; and

WHEREAS, it is necessary to accept the grant funding and amend the Fiscal Year 2009 Operating Budget to establish funds for the FY09 Rape Prevention and Education Services Grant; and

WHEREAS, it is necessary to appropriate the FY09 grant funds in the amount of Thirty Five Thousand Five Hundred Dollars (\$ 35,500.00) for the Rape Prevention and Education Services Grant.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Rape Prevention and Education Services Grant funds in the amount of Thirty Five Thousand Five Hundred Dollars (\$35,500.00) be accepted by the City of Memphis.

BE IT FURTHER RESOLVED, that the Fiscal Year 2009 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the Rape Prevention and Education Services Grant in the amount of Thirty Five Thousand Five Hundred Dollars (\$35,500.00) as follows:

REVENUES

State of Tennessee Bureau of Health Services	<u>\$35,500.00</u>
Total	\$35,500.00

EXPENDITURES

Salaries Part Time	\$26,525.00
Printing - Outside	<u>\$8,975.00</u>
Total	\$35,500.00